FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person JAKKS PACIFIC INC [JAKK] Bennett Joel M Director 10% Owner Officer (give title Other (specify below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) **Executive VP and CFO** 02/25/2008 C/O JAKKS PACIFIC, INC. 22619 PACIFIC COAST HIGHWAY 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) X Form filed by One Reporting Person 90265 **MALIBU** CA Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature **Execution Date** Transaction Securities Form: Direct of Indirect (Month/Day/Year) Code (Instr. Beneficially (D) or Indirect Beneficial (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code ν Amount Price (Instr. 3 and 4) Common Stock 02/25/2008 10,000 77,773 D S D \$28.12 Common Stock 02/27/2008 S 30,000(1) \$28.65 47,773 D D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date **Expiration Date** Amount of Ownership (Month/Day/Year) Derivative Security or Exercise if anv Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial Direct (D) (Instr. 3) (Month/Day/Year) Beneficially Price of 8) Securities Underlying (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Following Security (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount

Explanation of Responses:

1. The sales reported hereby were made under a Rule 10b5-1 Selling Plan (the "Plan") dated as of December 18, 2007, pursuant to which the Filer will be selling, and has now sold, 30,000 shares of the Registrant's common stock.

(A) (D)

Date

Exercisable

Expiration

/s/ Joel M. Bennett

Shares

Title

02/27/2008

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.